

Morgan, Lewis & Bockius LLP
101 Park Avenue
New York, NY 10178-0060
Tel: 212.309.6000
Fax: 212.309.6001
www.morganlewis.com

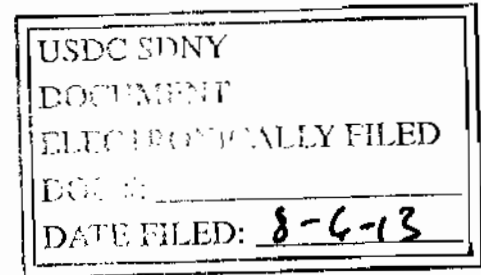
Morgan Lewis
C O U N S E L O R S A T L A W

John Dellaportas
Partner
212.309.6690
jdellaportas@morganlewis.com

July 11, 2013

VIA E-MAIL

Honorable Paul A. Crotty
United States District Court
Southern District of New York
Daniel Patrick Moynihan
United States Courthouse
500 Pearl Street
New York, New York 10007



**Re: MidOil USA LLC v. Astra Project Finance Pty Ltd, Civil Action No. 12-cv-8484 –
Petitioner's Request for a Conference**

Dear Judge Crotty:

We write as counsel to petitioner MidOil USA LLC ("MidOil") in the above-referenced case and, pursuant to Individual Practice Rules 3.A and 3.D, to advise the Court of the basis for the Petitioner's motion for leave to amend petition to compel arbitration filed in the above-referenced case.¹

On November 20, 2010, MidOil submitted its petition to compel arbitration in this Court. That petition remains *sub judice*. Subsequent to that filing, based, in part, on further factual investigation conducted, MidOil has concluded that Astra Resources PLC ("Astra Resources"), the parent company to respondent Astra Project Finance Pty Ltd. ("Astra Project"), played a key role in causing Astra Project to breach the corporate financing agreement ("CFA"). As an affiliated company of Astra Project involved in the transaction, Astra Resources is also bound by the CFA, which expressly states in relevant part that "[t]he terms and conditions as outlined in this Agreement . . . shall include and bind any and all those involved by or on behalf of the PARTIES and their associates and/or affiliated companies." As Astra Resources is an affiliated

¹ We erroneously submitted the requested motion in advance of this pre-motion conference letter. (See Dkt. Nos. 17-20.) Should the Court wish, we can withdraw the motion.

Morgan Lewis
COUNSELLORS AT LAW

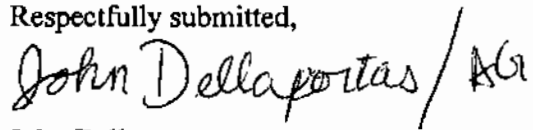
Honorable Paul A. Crotty
July 11, 2013
Page 2

company of Astra Project, and was involved by Astra Project in the transaction, it is bound by the arbitration provision of the CFA. Further, MidOil believes that Astra Resources is also bound by the arbitration agreement as the alter ego of Astra Project.

Accordingly, MidOil respectfully requests a pre-motion conference on its proposed motion for leave to amend petition to compel arbitration.

We thank the Court for its consideration.

Respectfully submitted,

A handwritten signature in black ink that reads "John Dellaportas" followed by a stylized flourish or initials.

John Dellaportas

c: Via Email, Meir Moza, Esq.
Rachael G. Pontikes, Duane Morris, LLP